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STAN LEE PRESENTS: **X-MEN!** THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

THIS IS WAR... WAR BETWEEN TWO FRACTIONS OF SUPER-POWERED BEINGS! MAGNETO AND HIS BROTHERHOOD OF EVIL MUTANTS HAVE BUT ONE AMBITION-- TO TOTALLY ENSLAVE THE WORLD OF HOMO SAPIENS!

THE OTHER GROUP IS SWORN TO DEFEND THE HUMAN RACE AGAINST SUCH AGGRESSORS! THEY ARE THE TEEN-AGED TEAM OF MUTANTS KNOWN AS THE X-MEN!

HERE, IN THIS CROWDED TRAIN STATION, THESE SWORN ENEMIES STAND FACE TO FACE AS-- WITH BUT A GESTURE-- MAGNETO UNLEASHES HIS MAGNETIC POWER AND THE BATTLE TRULY BEGINS.

BEHOLD MY POWER, X-MEN--AND CRIMINALS! YOU CAN NEVER DEFEAT US! NEVER!

HE MAY BE RIGHT! WITH PROFESSOR X UNABLE TO HELP US, WE'RE ON OUR OWN! AND IF WE DON'T MAKE THE GRADE, WE DIE!

HONORABLY WRITTEN BY
STAN LEE
DARINGLY DRAWN BY
JACK KIRBY
INKED BY PAUL ROHMANN
LETTERED BY SAM ROSEN
REPRINT ED.: D. FINKELBOTH

TRAPPED: ONE X-MAN!

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AT A GESTURE FROM THE EVIL MUTANTS, ONE OF THE HEAVY IRON TRAIN GATES RISES ABOVE THE SPEECHLESS CROWD...



... AND RACES THROUGH THE AIR TRAPPING THE ANGEL WITHIN A QUICKLY-FORMED IRON CAGE!



HOLD ONTO THE TOAD, CYCLOPS! I'LL GET UNDER THE ANGEL AND TRY TO wrest those iron bars from him when he falls!



BE CAREFUL, BEAST! ONLY MAGNETO COULD BE RESPONSIBLE FOR ALL THIS... AND WE'VE NEVER FOUGHT HIM BEFORE WITH- OUT THE HELP OF PRO- FESSOR X!

BUT, THERE ARE STILL MORE EVIL MUTANTS TO CON- TEND WITH... SUCH AS THE SCARLET WITCH, WHO DIRECTS HER INCREDIBLE MEX POWER AT A MAN STANDING NEAR THE ONRUSHING BEAST...



HEY! WH-WHAT MADE MY SUTCASE SNAP OPEN THAT WAY???

LOOK OUT! CAN'T STOP MYSELF... OOF!!

MEANTIME, MASTERMIND HAS CHOSEN THE ICEMAN AS HIS SPECIAL TARGET...

HOLY SMOKE... A DOZEN MASTERMINDS SURROUND- ING ME! IT MUST BE AN ILLUSION! BUT HOW DO I KNOW WHICH ONE IS REAL??



WELL, THERE'S ONE WAY TO FIND OUT! I'LL MAKE MYSELF AN ICE CLUB... TAKE A SWING... AND SEE WHO FALLS!!!



BUT, BEFORE THE ICEMAN CAN COMPLETE HIS ATTACK, HE IS ENVELOPED BY A CLINGING CLOUD WHICH SEEMS TO STIFLE HIS MOVEMENTS...

EVEN THOUGH I KNOW IT'S ANOTHER ILLUSION, IT'S BLINDING ME JUST AS MUCH AS IF IT WERE REAL!



BUT THEN, MARVEL GIRL DRAMATICALLY ENTERS THE FRAY...



I'LL KEEP YOU SO BUSY THAT YOU WON'T HAVE TIME FOR ANY MORE ILLUSIONS, MASTER- MIND!

NO! DON'T LET ME FALL!

BUT THEN THINGS HAPPEN WITH DAZZLING SPEED! THE LIGHTNING-SWIFT QUICKSILVER ATTACKS CYCLOPS FROM BEHIND, FREEDING THE TOAD! SHOCKED, MARVEL GIRL TURNS AWAY FROM MASTERMIND TO COME TO CYCLOPS' AID...

RUN, TOAD! I'LL HANDLE CYCLOPS!!

OH, NO! I MUSTN'T LET CYCLOPS BE INJURED!!

NAH! I'M SAFELY FREE OF THE OF THE GIRL'S POWER!



BUT CYCLOPS IS FAR LESS HELPLESS THAN IT WOULD APPEAR...

DON'T WORRY ABOUT ME, MARVEL GIRL! I'M NOT LETTING GO OF THE TOAD! AND QUICKSILVER WON'T HANG AROUND WHEN I AIM MY POWER BEAM HIS WAY!

KEEP YOUR EYE ON HIM! WATCH WHERE HE RUNS!

BLAST IT! I DON'T REALIZE HE COULD USE HIS POWER BEAM WHILE I WAS HOLDING HIS ARMS! I'VE GOT TO GET OUT OF RANGE!



ONLY MY GREAT SPEED IS SAVING ME FROM THOSE POWERFUL BLASTS! ANY ONE OF THEM COULD PUT ME OUT OF THE FIGHT!!

HOWEVER, WHILE THE X-MEN WORRY ABOUT THE SAFETY OF EACH OF THEIR MEMBERS, THINGS ARE QUITE DIFFERENT AMONG MAGNETO'S EVIL MUTANTS!!

FORGET THE TOAD! RUN! WE HAVE THE ANGEL! I'LL SNAP HIM FOR THAT HIGH-JUMPING FOOL ANY DAY!

QUICKSILVER! HURRY... FOLLOW US!



THEY'VE ABDUCTED THE ANGEL!

USING HIM AS A HOSTAGE, MAGNETO WILL HAVE AN INDESTRUCTIBLE ADVANTAGE OVER US!



THE BEAST IS GAWING ON US! QUICK, MASTERMIND... WE NEED AN ILLUSION!

HE'LL NEVER REACH US! I'LL STOP HIM WITH... THIS...



GET THE
NEWEST NUMBER YUM!
WILD CHERRY BUBBLE YUM

BUBBLE GUM



It's the newest Number Yum.
It blows big
beautiful bubbles.
And the yummy flavor lasts
a long, long, loooong time.



5 great flavors
and SUGARLESS.

AT THAT VERY INSTANT A CHARGING RHINOCEROS SEEMS TO COME MUSTLING THROUGH THE ASTONISHED CROWD ... A WILD BEAST WHICH EXISTS ONLY IN THE IMAGINATIONS OF THOSE AFFECTED BY MASTERMIND'S UNCANNY POWER



THE CROWD IS PANICKING! I CAN'T GET PAST WITHOUT INJURING SOMEONE 'MARVEL GIRL' CAN YOU LIFT ME OVER THEM VIA TELEKINESIS??

I'LL TRY! OHKK, NO... YOU'RE TOO HEAVY! CAN'T LIFT YOU FAR ENOUGH!



MEANTIME, OUTSIDE THE TERMINAL, A MAGNETICALLY-POWERED SHIP SILENTLY DESCENDS TO EARTH...



AND BY THE TIME THE CROWD WITHIN HAS DISPERSED...

THEY'RE GETTING AWAY!!



I COULDN'T REACH THEM IN TIME! THEY'VE ABDUCTED THE ANGEL! I'VE FAILED!!

DON'T REPROACH YOURSELF BEAST! WE'RE ALL TO BLAME! BUT THE BATTLE ISN'T OVER YET!



A SHORT TIME LATER, AT MAGNETO'S ASTERD, ORBITING ABOVE THE EARTH...

TELL ME WHERE THE X-MEN'S HEADQUARTERS IS, ANGEL! ONCE I FIND PROFESSOR X, I'LL SET YOU FREE!

I'LL TELL YOU ONLY ONE THING, MISTER... DON'T HOLD YOUR BREATH WAITING FOR ME TO CRACK!



YOU YOUNG FOOL! DO YOU THINK I'LL LET YOU THWART ME NOW? ONLY DEATH WILL FREE YOU FROM ME! YOU'LL HAVE TO TALK!

MAGNETO! YOU CAN'T MEAN THAT! YOU NEVER TOLD ME THAT WE WOULD EVER DESCEND TO MURDER!!



SPARE ME YOUR WEAK WHIMPERINGS, GIRL!! I WILL STOP AT NOTHING TO ACHIEVE MASTERY OF EARTH... AND ONLY THE X-MEN STAND IN MY WAY!

I'VE GOT TO HOLD OUT! NO MATTER WHAT HE DOES TO ME, I MUSTN'T BETRAY THE OTHERS! NOT EVEN IF I PAY FOR MY SILENCE WITH MY LIFE!!



FLYING TO THE CEILING WON'T HELP YOU ANGEL! I CAN DEAL MY DEVICES BEHIND THAT METAL DOOR WHILE THE NOISE CONTINUES UNABATED!

I MUSTN'T WEAKEN! NO MATTER WHAT... I MUSTN'T WEAKEN!



IN THE MOMENTS THAT FOLLOW MAGNETO SUBJECTS THE TIGHT-LIPPED ANGEL TO HIS OWN UNIQUE FORM OF BRAINWASHING!

THOSE FLASHING LIGHT BEAMS WON'T HARM HIM PHYSICALLY, BUT THEY'LL PREVENT HIM FROM RESISTING SO LONG AS HE'S HERE!



AND AS THE HOURS TICK SLOWLY BY...

WHAT MANNER OF MAN IS THE ANGEL? WHAT IS THE SECRET OF PROFESSOR X'S TRAINING?? WHY CAN'T I BREAK HIS WILL?? WHY DOES HE RESIST ME??



AND IT'S ONLY A MATTER OF TIME BEFORE THOSE HIGH-PITCHED SIRENS BECOME SO UNBEARABLE TO HIS EARS THAT HE'LL TELL ME ANYTHING I WANT TO KNOW!



MEANWHILE, AT A DESERTED PIER ON THE EAST RIVER...

WE CAN'T SET THE ROAD FREE... BUT WE CAN'T TAKE HIM TO OUR HQ IN CASE MAGNETO IS SCANNING US WITH SOME SORT OF MAGNETIC SPY DEVICE!

LOOK! SOMETHING SEEMS TO BE WRONG WITH HIM! SEE HOW HE'S TREMBLING!

I'VE GOT TO RETURN TO MAGNETO! I MUST RETURN!



HE KEEPS WHISPERING TO HIMSELF...

IT'S ALMOST AS THOUGH HE'S IN A VIRTUAL TRANCE! HE SEEMS OBVIOUS TO OUR PRESENCE... LIKE A MAN POSSESSED!!

LET'S LEAVE HIM ALONE! LET HIM TALK! WE'LL SEE WHAT HE DOES! IF IT'S NOT A TRICK, HE MAY LEAD US TO MAGNETO!



MAGNETO! I'VE GOT TO RETURN TO MAGNETO! SOMETHING IS LEADING ME TO HIM! I CANNOT RESIST!

DON'T LET HIM GO TOO FAR FROM US! IT MAY BE A RUSE! WE CAN'T AFFORD TO BE DUPED!

EASY, BEAST! HE WON'T GET AWAY FROM US!

GOSH, HE'S LIKE A GUY IN A TRANCE! IT'S REAL CREEPY!





LOOK! HE
HAD A
HIDDEN
MAGNETIC
COMMUNICATOR
UNDER HIS
SOCK! HE'S
CONTACTING
MAGNETO
WITH IT!

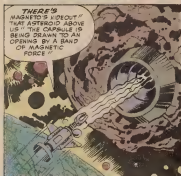


AND MAGNETO GOT THE
MESSAGE! HERE COMES A
DRONE PICK-UP CAPSULE...
FROM ABOVE THE CLOUDS!



QUICKLY! WE'VE
GOT TO ENTER IT
WITH THE TOAD!
EVEN IF IT'S A TRAP
WE CAN'T AFFORD TO
SHIRK! IT MAY BE
OUR ONE CHANCE
TO FIND THE ANGEL!

AND WHEN
WE DO
FIND HIM,
WE MUST
PRAY THAT
OUR POWER
IS MORE THAN
A MATCH FOR
THE EVIL
MUTANTS!



THERE'S
MAGNETO'S VIDEO! "THAT
ASTEROID ABOVE
US." THE CAPSULE IS
BEING DRAWN TO AN
OPENING BY A BAND
OF MAGNETIC
FORCE!"

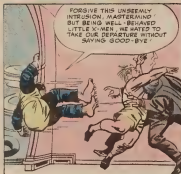


SECONDS LATER...

TOAD!! HOW'D YOU ESCAPE
THE X-MEN?? HOW'D YOU GET HERE??

I...
HAD...
TO...
COME...

DID YOU
HEAR
THAT??
THEY WEREN'T
EXPECTING
HIM! IT'S NOT
A TRAP! LET'S
GO!!



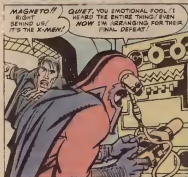
FORGIVE THIS UNSEEMLY
INTRUSION, MASTERMIND!
BUT BEING WELL-BEHAVED
LITTLE X-MEN, WE HATED TO
TAKE OUR DEPARTURE WITHOUT
SAYING GOOD-BYE!



ATTACK ME,
WILL YOU??
LET'S SEE
HOW WELL
YOU FIGHT
NOW... WHEN
YOU FEEL
YOUR LEGS
TURNING TO
POUGH!

DON'T LET HIM STOP
YOU, BEAST! IT'S
JUST ANOTHER OF
HIS ILLUSIONS!

MY BRAIN IS
AWARE OF THAT...
BUT I STILL CAN'T
MOVE MY LEGS!



THE ASTEROID
ACTS LIKE IT'S
ALIVE! WE'VE
GOT TO HELP
MARVEL GIRL!

IT'S MAGNETO!
HE'S CONTROLLING
EVERY BIT OF
METAL THROUGH
HIS AMAZING
MENTAL POWERS!
WE'VE GOT A
FIGHT ON OUR
HANDS!

THEN AS IF TO PROVE THE BEAST'S
WORDS, TINY FLAME JETS SHOOT
OUT TOWARDS ICEMAN, BEGIN-
NING TO MELT HIS PROTECTIVE
COATING OF ICE!

WHERE'S
THIS
COMING
FROM!!

QUICK!
HURL YOUR
ICE BOLTS
AT THE
WALL...
NOW!!

THE ICEMAN OBEYS INSTINCTIVELY, AND
IN THE NEXT SECOND...

YOU DID IT! YOU FROZE THE
FLAME JETS! I COMMEND YOU,
MY FRIGID FRIEND!!

AND I THANK
YOU, OL'
BOOKWORM
BUDDY!

DON'T WORRY, PRETTY PARTNER.
I'LL FREE YOU FROM THOSE GIZMOS
BY COATING 'EM WITH ICE AND
CRYSTALLIZING THEM... LIKE
THIS!

AND I'LL HAVE THAT PIECE OF
METAL OFF YOU IN A TRICE
CYCLOPS! JUST EXCUSE MY
DISHEAN HANDS, IF YOU WILL!

THEY'VE ESCAPED ALL MY TRAPS
BUT IT WILL DO THEM NO GOOD / AT
THE PRESS OF A BUTTON, I'LL
SEAL THEM IN THAT SECTION...

AND NOW, I'LL BLAST
THEM RIGHT OUT OF
THE AIR LOCK!
FAREWELL,
X-MEN...

NO, MAGNETO!
YOU CAN'T! YOU
MUSTN'T!

BAN! DO
YOU THINK
YOUR
WEAK WORDS
CAN SWAY
MAGNETO?!

WHA...?! YOU
WITCH! YOU
PUT A HXK ON
MY CONTROL
PANEL! YOU'VE
SHORT-CIRCUIT-
ED IT!!

YOU DARE
DEFY THE WILL
OF MAGNETO?!
I'LL TEACH YOU
A LESSON THAT...

YOU'LL DO
NOTHING TO
MY SISTER WHILE
GURK-SILVER
LIVES!

LIKE THE
ORIGINAL
X-MEN?

THEN YOU'LL LOVE
THE **NEW X-MEN!**



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MONTHLY!

BY
CHRIS CLAREMONT
JOHN BYRNE
AND TERRY AUSTIN

STILL
UNCANNY
AFTER
ALL
THESE
YEARS!

WHATEVER KNOWS FEAR **BURNS** AT
THE TOUCH OF

THE **MAN-THING**

BY
CHRIS CLAREMONT
DON PERLIN AND
BOB WIACEK

THE MOST EXCITING
SWAMP CREATURE
OF THEM ALL!

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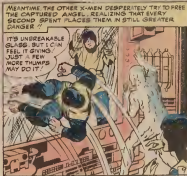
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HOLD IT, HANK! LET ME TRY IT MY-WAY! I CAN MENTALLY HURL ONE OF THESE HEAVY CHEMICAL TANKS AT THE GLASS WITH EVEN GREATER FORCE!!



YOU DID IT! WE CAN EXTRICATE HIMSELF NOW!



I KNEW YOU'D FREE ME!! BUT YOU'RE IN GRAVE PERIL! MAGNETO CAN TURN THIS ENTIRE ASTEROID INTO ONE GIANT DEATH TRAP!!

THE SUSH-PIGION IS BEGINNING TO DAWN ON US THAT HIS MOTIVES ARE NOT THE FRENDEST!



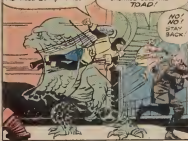
BUT PERHAPS WE CAN INSTILL SOME OF THE MILK OF HUMAN KINDNESS A HIS SAY, WHAT HAVE WE HERE??!

DON'T LET IT THROW YOU! IT MUST BE ONE OF MASTER-MIND'S IMAGES... WATCH! I'LL PROVE IT!



AND, NOW, TALL DARK AND GRUESOME, WE'VE GOT A LITTLE SETTLING UP TO DO SO WE MIGHT AS WELL GET STARTED.

HURRY, MASTERMIND! DON'T LET HIM GET YOU TOO BAD YOU CAN'T HOP AWAY FROM YOUR ENEMIES LIKE THE TOAD!



NO! NO! STAY BACK!

BUT THE SOUNDS OF CONFLICT HAVE REACHED MAGNETO'S EARS AND SO...

STOP YOUR WHINING VASTERWIND MY DART GRENADE WILL GIVE YOU



X-MEN! LOOK OUT! IT EXPLODED INTO A THOUSAND FLYING PARTS!!



THEY'RE FASTER THAN I THOUGHT! THEY ALL SAVED THEMSELVES BY TAKING COVER, BUT AT LEAST I SLOWED THEIR ATTACK!

WAIT!! THAT RUMBLING SOUND!! CAN IT BE WHAT I THINK??!



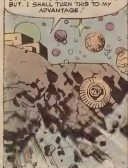
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7-14	1.10	1.20	321-340	1.30
7-14	1.10	1.20	341-360	1.30
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7-14	1.10	1.20	521-540	1.30
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7-14	1.10	1.20	641-660	1.30
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7-14	1.10	1.20	1661-1680	1.30
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7-14	1.10	1.20	2021-2040	1.30
7-14	1.10	1.20	2041-2060	1.30
7-14	1.10	1.20	2061-2080	1.30
7-14	1.10	1.20	2081-2100	1.30
7-14	1.10	1.20	2101-2120	1.30
7-14	1.10	1.20	2121-2140	1.30
7-14	1.10	1.20	2141-2160	1.30
7-14	1.10	1.20	2161-2180	1.30
7-14	1.10	1.20	2181-2200	1.30
7-14	1.10	1.20	2201-2220	1.30
7-14	1.10	1.20	2221-2240	1.30
7-14	1.10	1.20	2241-2260	1.30
7-14	1.10	1.20	2261-2280	1.30
7-14	1.10	1.20	2281-2300	1.30
7-14	1.10	1.20	2301-2320	1.30
7-14	1.10	1.20	2321-2340	1.30
7-14	1.10	1.20	2341-2360	1.30
7-14	1.10	1.20	2361-2380	1.30
7-14	1.10	1.20	2381-2400	1.30
7-14	1.10	1.20	2401-2420	1.30
7-14	1.10	1.20	2421-2440	1.30
7-14	1.10	1.20	2441-2460	1.30
7-14	1.10	1.20	2461-2480	1.30
7-14	1.10	1.20	2481-2500	1.30
7-14	1.10	1.20	2501-2520	1.30
7-14	1.10	1.20	2521-2540	1.30
7-14	1.10	1.20	2541-2560	1.30
7-14	1.10	1.20	2561-2580	1.30
7-14	1.10	1.20	2581-2600	1.30
7-14	1.10	1.20	2601-2620	1.30
7-14	1.10	1.20	2621-2640	1.30
7-14	1.10	1.20	2641-2660	1.30
7-14	1.10	1.20	2661-2680	1.30
7-14	1.10	1.20	2681-2700	1.30
7-14	1.10	1.20	2701-2720	1.30
7-14	1.10	1.20	2721-2740	1.30
7-14	1.10	1.20	2741-2760	1.30
7-14	1.10	1.20	2761-2780	1.30
7-14	1.10	1.20	2781-2800	1.30
7-14	1.10	1.20	2801-2820	1.30
7-14	1.10	1.20	2821-2840	1.30
7-14	1.10	1.20	2841-2860	1.30
7-14	1.10	1.20	2861-2880	1.30
7-14	1.10	1.20	2881-2900	1.30
7-14	1.10	1.20	2901-2920	1.30
7-14	1.10	1.20	2921-2940	1.30
7-14	1.10	1.20	2941-2960	1.30
7-14	1.10	1.20	2961-2980	1.30
7-14	1.10	1.20	2981-3000	1.30
7-14	1.10	1.20	3001-3020	1.30
7-14	1.10	1.20	3021-3040	1.30
7-14	1.10	1.20	3041-3060	1.30
7-14	1.10	1.20	3061-3080	1.30
7-14	1.10	1.20	3081-3100	1.30
7-14	1.10	1.20	3101-3120	1.30
7-14	1.10	1.20	3121-3140	1.30
7-14	1.10	1.20	3141-3160	1.30
7-14	1.10	1.20	3161-3180	1.30
7-14	1.10	1.20	3181-3200	1.30
7-14	1.10	1.20	3201-3220	1.30
7-14	1.10	1.20	3221-3240	1.30
7-14	1.10	1.20	3241-3260	1.30
7-14	1.10	1.20	3261-3280	1.30
7-14	1.10	1.20	3281-3300	1.30
7-14	1.10	1.20	3301-3320	1.30
7-14	1.10	1.20	3321-3340	1.30
7-14	1.10	1.20	3341-3360	1.30
7-14	1.10	1.20	3361-3380	1.30
7-14	1.10	1.20	3381-3400	1.30
7-14	1.10	1.20	3401-3420	1.30
7-14	1.10	1.20	3421-3440	1.30
7-14	1.10	1.20	3441-3460	1.30
7-14	1.10	1.20	3461-3480	1.30
7-14	1.10	1.20	3481-3500	1.30
7-14	1.10	1.20	3501-3520	1.30
7-14	1.10	1.20	3521-3540	1.30
7-14	1.10	1.20	3541-3560	1.30
7-14	1.10	1.20	3561-3580	1.30
7-14	1.10	1.20	3581-3600	1.30
7-14	1.10	1.20	3601-3620	1.30
7-14	1.10	1.20	3621-3640	1.30
7-14	1.10	1.20	3641-3660	1.30
7-14	1.10	1.20	3661-3680	1.30
7-14	1.10	1.20	3681-3700	1.30
7-14	1.10	1.20	3701-3720	1.30
7-14	1.10	1.20	3721-3740	1.30
7-14	1.10	1.20	3741-3760	1.30
7-14	1.10	1.20	3761-3780	1.30
7-14	1.10	1.20	3781-3800	1.30
7-14	1.10	1.20	3801-3820	1.30
7-14	1.10	1.20	3821-3840	1.30
7-14	1.10	1.20	3841-3860	1.30
7-14	1.10	1.20	3861-3880	1.30
7-14	1.10	1.20	3881-3900	1.30
7-14	1.10	1.20	3901-3920	1.30
7-14	1.10	1.20	3921-3940	1.30
7-14	1.10	1.20	3941-3960	1.30
7-14	1.10	1.20	3961-3980	1.30
7-14	1.10	1.20	3981-4000	1.30
7-14	1.10	1.20	4001-4020	1.30
7-14	1.10	1.20	4021-4040	1.30
7-14	1.10	1.20	4041-4060	1.30
7-14	1.10	1.20	4061-4080	1.30
7-14	1.10	1.20	4081-4100	1.30
7-14	1.10	1.20	4101-4120	1.30
7-14	1.10	1.20	4121-4140	1.30
7-14	1.10	1.20	4141-4160	1.30
7-14	1.10	1.20	4161-4180	1.30
7-14	1.10	1.20	4181-4200	1.30
7-14	1.10	1.20	4201-4220	1.30
7-14	1.10	1.20	4221-4240	1.30
7-14	1.10	1.20	4241-4260	1.30
7-14	1.10	1.20	4261-4280	1.30
7-14	1.10	1.20	4281-4300	1.30
7-14	1.10	1.20	4301-4320	1.30
7-14	1.10	1.20	4321-4340	1.30

IT IS!! THE ASTEROID IS BREAKING UP!! DURING THE BATTLE SOMEONE MUST HAVE BRUSHED AGAINST SOME OF THE DETONATE BUTTONS!! BUT, I SHALL TURN THIS TO MY ADVANTAGE!!



SAVE ME, MAGNETO! I DON'T WANT TO DIE!



SILENCE, TOAD! IT IS THE X-MEN WHO SHOULD BE FEARFUL! THEY'RE THE ONES WHO ARE DOOMED!

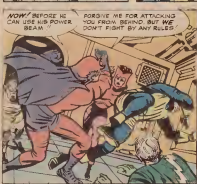
FIRST WE MUST GET THEM TOGETHER, ON THE OTHER SIDE OF THE AIR LOCK!

AHH, THERE'S CYCLOPS! I'LL START WITH HIM!



NOW! BEFORE HE CAN USE HIS POWER BEAM!!

FORGIVE ME FOR ATTACKING YOU FROM BEHIND, BUT WE DON'T FIGHT BY ANY RULES!



THERE! STAY BEHIND THE AIR CHAMBER WITH YOUR WRETCHED PARTNERS! I LEAVE YOU TO EMPTY SPACE!!

MAGNETO, NO!! YOU'RE MAKING A MISTAKE!

IT'S NO USE TOAD! HE DOESN'T HEAR YOU!



THE X-MEN AREN'T BEHIND THE AIR LOCK! THEY'RE STILL IN THIS SECTION WITH US!

THEN WE'LL FINISH THEM LATER! AT LEAST THE CYCLOPS WILL NEVER BOTHER US AGAIN!



BUT THE X-MEN NEVER DESERT ONE OF THEIR OWN AND SO...

I'VE GOT TO FLY TO SCOTT BEFORE THAT SECTION CRUMBLES BENEATH HIM AND HE PLUNGES TO EARTH!

WAIT! I'LL HELP YOU!



THERE! I FASHIONED A TUBULAR ICE BRIDGE FOR YOU... IT'LL PROTECT YOU BOTH FROM THE BITTER COLD OUT THERE!



SCOTT! SCOTTY BOY!
DO YOU HEAR ME? I'M
COMING, FELLA! HANG ON!



Y-YOU WERE
JUST IN TIME
WARREN! THE
FRAGMENT
WAS CRUMBLING!
I COULD JUST
BARELY KEEP
FROM FALLING!



YOU'RE OKAY.
NOW, PARTNER!
BUT WE'RE
STILL NOT IN
THE CLEAR!
BOTH
SECTIONS ARE
STARTING TO
SPLIT APART!

SECONDS AFTER THE X-MEN AGAIN
JOIN FORCES, THE GATELLITE, ALREADY
WEAKENED BY THE STRESSED IT HAD
UNDERGONE, BREAKS FREE OF ITS
ORBIT IN ONE FINAL EXPLOSION!



BUT BEFORE DRIFTING OUT INTO AIR-
LESS SPACE IT LAUNCHES A
SILENT MAGNETICALLY-POWERED
ESCAPE SHIP, CONTAINING FIVE
WEARY BUT TRIUMPHANT X-MEN!



NOT A
SECOND
TOO
SOON

THEN AS
THE TEEN-
AGERS
REACH
SAFETY...



IT'S
RISING
AGAIN BY
REMOTE
CONTROL!

MAGNETO
AND HIS
MUTANTS
MUST
STILL
BE UP
THERE!
IT'S
RETURNING
FOR THEM!

MAGNETO
CAN CONTROL
ITS COURSE
MENTALLY!
THERE'S NO
TELLING
WHERE
WE'LL LAND!

IF THE EVIL
MUTANTS SURVIVED
THIS WAS ONLY THE
SECOND ROUND.
THEY'LL BE MORE
DANGEROUS THAN
EVER!

AND SO WILL WE,
JEAN! WE PROVED
OUR METTLE TODAY
BY OURSELVES!



FINALLY UPON RETURNING TO THEIR
SCHOOL...



I'LL GIVE THE
PROFESSOR OUR REPORT

NO NEED
TO SCOTT! I WAS
WITH YOU ALL
THE TIME
LISTENING TO
YOUR THOUGHTS

YOU MEAN
YOU HAVE
YOUR MENTAL
POWER,
BACK?

I NEVER LOST IT! I ONLY
PRETENDED TO... AFTER OUR
FIRST BATTLE WITH THE EVIL
MUTANTS!

BUT
WHY,
SIR?

REMEMBER THIS IS
A SCHOOL! AND
YOU CAN'T GRADUATE
FROM ANY SCHOOL
WITHOUT PASSING
YOUR FINAL EXAM.
WELL, YOU'VE ALL JUST
TAKEN YOUR FINAL
EXAM... JUST AS
I PLANNED IT!



AND I'M PROUD TO SAY
THAT YOU'VE ALL PASSED
WITH FLYING COLORS! YOU'VE
PROVEN YOU CAN THINK AND
ACT FOR YOURSELVES!
YOUR TRAINING PERIOD IS
OVER!! CONGRATULATIONS,
MY X-MEN!!



EDITOR'S NOTE: NOW THAT THEIR
TRAINING IS ENDED, EVEN GREAT-
ER DANGERS AWAIT THEM! FOR
THE STRANGE SAGA OF THE
X-MEN IS JUST BEGINNING!!
STAN AND JACK HAVE A MILLION
SURPRISES IN STORE FOR YOU... SO
BE WITH US NEXT ISSUE! SEE YOU THEN!

Be Elite! (It's neat!) Become a Privileged Marvel Subscriber!

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ANOTHER PAGE FROM THE **X-FAMILY ALBUM**

Stan Lee
PRESENTS:

"I, THE ICEMAN"

LADIES AND GENTLEMEN--
AND REGULAR READERS!
PERMIT ME TO HIP YOU
TO THE INSIDE STORY OF
MY SUB-ZERO EXISTENCE!

SURE, IT CAN BE COLD
AS A PANTHERON'S HEART

FROZEN AS A BILL
COLLECTOR'S SMILE!

HARD AS AN ALGEBRA
END-TERM! AND YET--

--IT HAS ITS
GOOD POINTS
TOO!

LIKE FOR EXAMPLE,
I CAN CREAM YOU WITH
A SNOWBALL IN MY MOUTH!

YOU GOTTA ADMIT
THERE'S SOMETHING
TO BE SAID FOR THAT--

--AFTER YOU
GET THE SNOW
OUT OF YOUR
MOUTH!

ORIGINALLY PRESENTED IN X-MEN #47 (AUG., 1966)

F-F-FRIGIDLY
FASHIONED BY
STAN LEE

SH-SH-SHIVERINGLY
SCRIPTED BY
ARNOLD DRAKE

P-P-PETRIFYINGLY
PENNNED BY
WERNER ROTH

I-I-ICILY
INKED BY
JOHN VERPOORTEN

LUKEMARLY
LETTERED BY
JOE ROSEN

SNOWSHOES BY
REPRINT EDITOR
DANNY FINGEROTH

FORMING AN ICE SLIDE
IN THE AIR ISN'T
JUST A MATTER OF--

--HAVING
YOURSELF A
BUNDLE OF
COOL KICKS!

IT'S ALSO A QUICK-FROZEN
ESCAPE ROUTE OVER SOME
OF THE CRUELER HANGUPS
OF LIFE!

AND THERE'S
NOTHIN' CRUELER
THAN A STACK OF
TOOTHPICKS
LIKE THESE!

THEN AGAIN
NOTHIN' BEATS
OPENING THE
AUTOMATIC
ICE CURSE
COMPART-
MENT--

--WHENEVER
SOME FELONIOUS
FINK IS MAKIN'
THINGS NOT
FOR ME!

'COOKS ON THE ROCKS,
DEEDELICIOUS!

FORMING FROZEN WEAPONS
IS ALSO MORE THAN FUN
AND GAMES!

FRINSTANCE,
A FRIGID
BOOMERANG
IS HANDY--

--EXCEPT IF
YOU'RE THROWING
IT LONG DISTANCES
UNDER A HOT SUN!

THEN, IT COULD
TURN OUT TO BE
A BIG DRIIP!

KAA-
ZIPPPP!

FOR PURELY DEFENSIVE
PURPOSES THERE'S
NOTHING LIKE A
THICK ICE
SHIELD!

CRACK!

BUT, FOR PLAIN
OFFENSIVENESS
TRY A GOOD
DEODORANT!

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4 coins, 100¢ pieces, nickels, dimes
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coins. Rugged metal construction
#005 \$3.25

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KEEPS ANOTHER BIT OF COOL CAMP!

BUT, DID I HEAR SOME WISEGUY PHYSICS MAJOR ASK, 'WHAT HOLDS THE LADDER UP?'

PERFECT BALANCE OF COURSE!

--NOT TO MENTION A HULKIN' HELPING OF IMAGINATION!

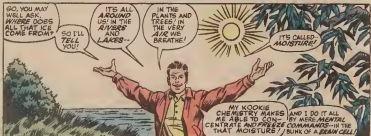


AS YOU CAN SEE, THE USES OF LOW-THERMAL POWERS ARE INFINITE --ALSO ENDLESS!

YOU CAN WALK ACROSS THE WIDEST RIVER--IF YOU'VE GOT A PAIR OF ICEKATES!

OR, YOU CAN BUILD YOURSELF YOUR OWN PRIVATE PERSONAL MOUNTAIN--

--AND BE THE FIRST MAN TO CLIMB IT!



GO, YOU MAY WANT TO ASK, 'WHERE DOES ALL THAT ICE COME FROM?'

SO I'LL TELL YOU!

IT'S ALL AROUND US! IN THE RIVERS AND LAKES--

IN THE PLANTS AND TREES, IN THE VERY AIR WE BREATHE!

IT'S CALLED--MOISTURE!

MY KOOKIE CHEMISTRY MAKES ME ABLE TO CONCENTRATE AND FREEZE COMMANDS--IN THE THAT MOISTURE!

AND I DO IT ALL BY MERE MENTAL COMMANDS--IN THE BUNK OF A BRAIN CELL!

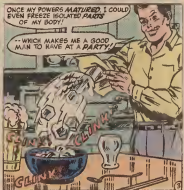


ONLY, I'VE GOT TO CLIMB OUT OF MY CRYSTALS FIRST--

--OR THAT QUICK FREEZE COULD MEAN--INSTANT OVER-EXPOSURE!

YICHHH!

CRACK!



ONCE MY POWERS MATURED, I COULD EVEN FREEZE ISOLATED PARTS OF MY BODY!

--WHICH MAKES ME A GOOD MAN TO HAVE AT A PARTY!

CLINK!

CLINK!

CLINK!

NOW I DON'T WANT TO GET
TECHNICAL ABOUT THIS THING--

'CAUSE A
MAD SCIENTIST
TYPE, I'M NOT!

BUT ALL THIS INVOLVES THAT
SPECIAL PART OF THE BRAIN
THAT AUTOMATICALLY CONTROLS
BODY TEMPERATURE!

IT'S LIKE I GOT BORN
WITH A **BUSTED THERMO-
STAT**--AND MY BODY
CELLS JUST LEARNED
TO ADAPT TO IT!

EVENTUALLY I SAW
HOW I COULD TURN
ATMOSPHERIC MOISTURE
INTO ICE AND SNOW!

ACTUALLY, BEFORE I JOINED
THE X-MEN I WAS STRICTLY
A PILE OF FUN-LOVIN'
SNOWFLAKES!

HIYA, FOLKS!
THIS IS **BORN
DRAKE**!

--OTHERWISE
KNOWN AS
YOUR FAVORITE
ADORNABLE
SNOWMAN!

*AS SEEN IN THE FIRST
STORY IN THIS MAG.*--D.E.

BUT, IT WAS PROFESSOR X
WHO HELPED ME PERFECT
MY ICE FORM AND USE MY
POWERS FOR CONSTRUCTIVE
PURPOSES!

OF COURSE GROWING OUT
OF MY GIGGLE YEARS
HELPED, TOO!

EVERY NOW AND THEN
I GET A YEN TO TROT OFF
TO THE POLAR REGIONS,
WHERE AN ICEMAN CAN
REALLY RELAX!

IT'S LIKE YOU
FLYIN' TO MIAMI
FOR THE WINTER!

TO COIN
A PHRASE--
C'MON UP!

NOT THAT I
CAN'T MAKE IT
IN THE HOT
CLIMES!

THERE'S ENOUGH MOISTURE
IN A GIANT CACTUS, OR A
DEEP SUB-DESERT LAKE TO
MAKE ME LOADS OF FROZEN
GOODIES!

BUT FRANKLY I'D
RATHER DO MY
HIBERNATING IN
A FROZEN
FOOD
LOCKER!

ANNOUNCING

THE MIGHTY MARVEL WIN-YOURSELF SOME-BIG-BUCKS CONTEST!

Like many other companies, we've been forced by rising costs and economic pressures to charge more for our comics. It would be easy to pout about it, and point an accusing finger at all the people who are charging us more for paper, printing, supplies and even the electricity for the old forty-watt fluorescent that burns dimly over our drawing boards late into the busy-eyed hours of the night. We would blather there, but we won't. They're caught in the same one-way cost spiral as us. What we will do is something most folks aren't doing these days — apologize. Some folks think that *Iron Man* makes you never have to say you're sorry. But we're sorry, and we're going to do our best to make it up to you. In just a month or two, we'll be adding extra

pages, special features and more sheer excitement than you can wiggle a web at. And while we're warning, gearing up for all those extra goodies, we've created a great new contest for you, with some dandy, dazzling, dynamite prizes (see below). It's a way to give you, our friends, a little something back for your patience and loyalty, and we hope it'll be fun to boot! Naturally, everyone can't win, but just for kicks, starting in September, we're going to print the name and address of every single entrant! So go to it, gang! In the immortal words of Irving Berlin, "He who entered not, ain't likely to win!"

Shooter

Jim Shooter
Editor-in-Chief

OFFICIAL RULES

We're actually running three contests: one for readers 10 years old and under, one for readers 11 to 14 years old, and one for readers 15 years old and older. To enter, find the question for your age group, below, and on any plain piece of paper, type or legibly print your answer. Mail your entry to the address listed under the question for your age group. Be sure to write your name, address, city, state and zip code on your entry.

You can enter as often as you like, but each entry must be accompanied by a Marvel Comics proof-of-purchase stamp which can be found elsewhere on this page. All entries must be received by August 15, 1980 to be eligible.

All answers entered must be the work of the entrant himself (no fair getting help from your Philosophy Prof). Any resident of the United States can enter, except employees of the Marvel Comics Group and their immediate families, employees of affiliated companies and their immediate families and employees of Marvel-Kane, Inc., and their immediate families.

Entries will be judged according to originality, address of thought, sincerity and neatness. Winners will be selected by Marvel-Kane, Inc., an independent judging firm. Their decisions are final. All prizes will be awarded, and winners will be notified by mail. Taxes are the sole responsibility of the prize winners. No prize substitutions permitted.

All entries become the sole property of the Marvel Comics Group.

Contest void where prohibited or restricted by law. All Federal, State, and local laws and regulations apply.



THE QUESTIONS

- Q1** Ages 10 and under — "WHO IS YOUR FAVORITE MARVEL SUPER HERO, AND WHY?" Answer in 25 words or less and mail your entry to: Marvel Comics, P.O. Box 51, New York, N.Y. 10046
- Q2** Ages 11 to 14 — "WHO IS YOUR LEAST FAVORITE MARVEL CHARACTER, AND WHAT CAN WE DO TO IMPROVE HIM OR HER?" Answer in 25 words or less and mail your entry to: Marvel Comics, P.O. Box 52, New York, N.Y. 10046
- Q3** Ages 15 and older — "HOW SHOULD THE MARVEL UNIVERSE CHANGE TO FACE THE CHALLENGES OF THE EIGHTIES?" Answer in 50 words or less and mail entry to: Marvel Comics, P.O. Box 54, New York, N.Y. 10046

PRIZES

For each age group there will be awarded...

1 First Prize of \$2,500 cash!

1 Second Prize of \$1,000 cash!

1 Third Prize of \$500 cash!

100 Fourth Prizes of a copy of *The Origins of Marvel Comics*, autographed by Stan the Man himself!

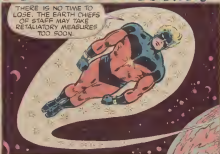
250 Fifth Prizes of a one-year subscription to the Marvel Comic of your choice.

MARVEL



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PURCHASE
STAMP

"CAPTAIN MARVEL™ DEFENDS THE EARTH!"



HOW WOULD I MAKE
OUT IN A BATTLE
AGAINST SOMEBODY
LIKE... THE HUMAN
TORCH?

TO TELL THE
TRUTH-- I
DON'T
KNOW!

I LIKE TO
THINK IT'D BE
ONE HECKUVA
CAWORTH COMBAT!

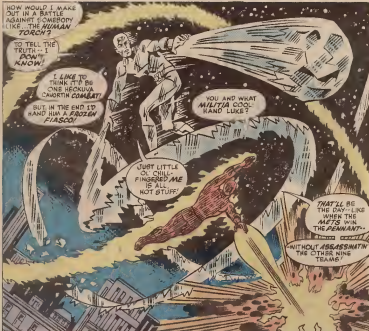
BUT IN THE END I'D
HAND HIM A FROZEN
FIASCO!

YOU AND WHAT
MILITIA COOL-
HAND LUKE?

JUST LITTLE
OL' CHILL-
FINGERED ME
IS ALL
NOT STUFF!

THAT'LL BE
THE DAY-- LIKE
WHEN THE
METS WIN
THE PENNANT--

WITHOUT ASSASSINATING
THE OTHER NINE
TEAMS!



ONE THING THAT'S ALWAYS
FASCINATED ME, THOUGH--
IS HOW I'D MAKE OUT IN
OUTER SPACE!

NOT THAT ITS SHEER
COLD WOULD BOTHER ME--

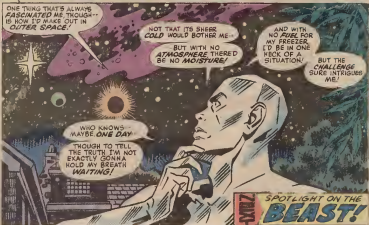
BUT WITH NO
ATMOSPHERE THERE'D
BE NO MOISTURE!

AND WITH
NO FUEL FOR
MY FREEZER,
I'D BE IN ONE
HECK OF A
SITUATION!

BUT THE
CHALLENGE
SURE INTRIGUES
ME!

WHO KNOWS--
MAYBE, ONE DAY--

THOUGH TO TELL
THE TRUTH I'M NOT
EXACTLY GONNA
HOLD MY BREATH
WAITING!



SPOTLIGHT ON THE
BEAST!

WHAT DO THE MARVEL SUPER HEROES* REALLY TALK ABOUT IN THE MIDST OF BATTLE?

I REALLY
GET A KICK
OUT OF **FUN
AND GAMES**,
SPIDEY!

ME, TOO, TARANTY...I
LOVE THOSE WHACKED-
OUT WORDWEBS**!

TIME'S UP,
DOOM!

I GOTTA GET
BACK TO THE BAXTER
BUILDING...MY **FUN
AND GAMES**
ARRIVED THIS
MORNING!

Y' KNOW, RICHARDS...
EVERY TIME I DO A
MAZE IN **FUN AND GAMES**
I THINK OF YOU!

FOR MARVEL
FANS OF ALL
AGES!

THE MOST
FUN YOU'LL
EVER HAVE
WITH A
PENCIL!

**FUN and
GAMES**
MAGAZINE

THE SUPER HEROES*
FAVORITE MAG!

2 GIANT BATTLEFIELDS a total size of 3 square

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These observations lead directly to the next step in the analysis, which is to look at the relationship between the two variables.

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and air. The general ball able to
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direct his army will be the only
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